

# RAFFLES EDUCATION LIMITED

(Incorporated in the Republic of Singapore)  
(Company Registration Number: 199400712N)

## ANNUAL GENERAL MEETING PROXY FORM

(Please see notes overleaf before completing  
this Proxy Form)

### IMPORTANT

1. Relevant Intermediaries\* (as defined in Section 181 of the Companies Act 1967 of Singapore), may appoint more than two proxies to attend and vote at the Annual General Meeting.
2. For CPF/SRS investors who have used their CPF monies to buy ordinary shares in the capital of Raffles Education Limited ("Shares"), this Annual Report and Letter to Shareholders are forwarded to them at the request of their CPF Agent Banks and are sent solely FOR INFORMATION ONLY.
3. This Proxy Form is not valid for use by CPF/SRS investors and shall be ineffective for all intents and purposes if used or purported to be used by them.
4. A CPF/SRS investor who wishes to attend the Annual General Meeting as proxy has to submit his request to his CPF Agent Bank so that his CPF Agent Bank may appoint him as its proxy within the specified timeframe. (CPF Agent Bank: Please refer to Notes 2(b) and 4 on the reverse side of this form on the required details.)
5. By submitting an instrument appointing a proxy(ies) and/or representative(s), a member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting.

I/We \_\_\_\_\_ (name) \_\_\_\_\_ (NRIC/ Passport/ Company  
Registration No.) of \_\_\_\_\_ (address)  
being a member/members\* of **RAFFLES EDUCATION LIMITED** (the "**Company**", together with its subsidiaries, the "**Group**"),  
hereby appoint:-

Name	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%

and / or (delete where appropriate)

Name	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%

or if no proxy is named, the Chairman ("**Chairman**") of the Annual General Meeting (the "**AGM**") of the Company as my/our\* proxy/proxies to attend, speak and to vote for me/us\* on my/our\* behalf at the AGM of the Company to be held at 111 Somerset Road, #15-22, 111 Somerset, Singapore 238164 on 27 October 2023 at 10.00 a.m.

I/We\* direct my/our\* proxy/proxies to vote for or against or abstain from the ordinary resolutions to be proposed at the AGM as indicated hereunder.

No.	Resolution	For**	Against**	Abstain**
1.	To receive and adopt the Directors' Statement and Audited Financial Statements of the Company for the financial year ended 30 June 2023 together with the Independent Auditor's Report thereon.			
2.	To re-elect Mr Ng Kwan Meng as a Director {retiring pursuant to Article 91}.			
3.	To re-elect Mdm Lim Siew Mun as a Director {retiring pursuant to Article 91}.			
4.	To approve the proposed Directors' fees of S\$461,425 for the financial year ended 30 June 2023. [2022: S\$420,874/-]			
5.	To re-appoint Messrs BDO LLP as Auditor of the Company and to authorise the Directors to fix their remuneration.			
6.	Authority to allot and issue shares up to fifty per cent (50%) of total issued shares capital.			
7.	Authority to offer and grant options and share awards and to allot and issue shares pursuant to the Raffles Education Corporation Performance Share Plan (Year 2021).			

\* Delete accordingly

\*\* If you wish to exercise all your votes "For" or "Against" on the relevant Resolution, please mark "√" or "X" within the relevant box provided. Alternatively, if you wish to exercise your votes both "For" and "Against" the relevant Resolution, please insert the relevant number of Shares in the boxes provided. If you mark "√" or "X" in the abstain box for a particular resolution, you are directing your proxy/proxies not to vote on that resolution. In any other case, the proxy/proxies may vote or abstain as the proxy/proxies deem(s) fit on any of the below resolutions if no voting instruction is specified, and on any other matter arising at the Annual General Meeting and at any adjournment thereof.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2023.

**Total number of Shares held  
in CDP Register (Note 1)**

\_\_\_\_\_  
Signature(s) of Shareholder(s) or  
Common Seal of Corporate Shareholder

**IMPORTANT: PLEASE READ NOTES OVERLEAF**

**Notes:**

1. Please insert the total number of Shares held by you.
2. (a) A member who is not a Relevant Intermediary is entitled to appoint not more than two proxies to attend and vote at AGM. Where such member's form of proxy appoints more than one proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.  
  
(b) A member who is a Relevant Intermediary is entitled to appoint more than two proxies to attend and vote at AGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's form of proxy appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.  
  
(c) "Relevant Intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967 of Singapore.
3. Completion and return of the proxy form shall not preclude a member from attending and voting at the meeting. Any appointment of a proxy or proxies will be revoked if a member attends the meeting in person, and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the proxy form, to the meeting
4. This instrument appointing a proxy(ies), duly executed, must be submitted (a) by post to the office of the Share Registrar of the Company (B.A.C.S. Private Limited) at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896 or (b) by email to [main@zicoholdings.com](mailto:main@zicoholdings.com) not less than 48 hours before the time appointed for holding the AGM. Members are strongly encouraged to submit completed proxy forms electronically via email.  
  
The proxy form for the AGM may be accessed at the Company's website at the URL <https://raffles.education/> and on the SGX website at the URL <https://www.sgx.com/securities/company-announcements>.
5. The proxy form appointing a proxy or proxies must be under the hand of the appointor or of his attorney duly authorised in writing. Where the proxy form is executed by a corporation, it must be executed under its seal or under the hand of its attorney or duly authorised officer. Where a proxy form is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof must (failing previous registration with the Company) be lodged with the proxy form, failing which the proxy form may be treated as invalid.
6. A corporation which is a member of the Company may authorise, by resolution of its directors or other governing body, such person as it thinks fit to act as its representative at the AGM, in accordance with Section 179 of the Companies Act 1967 of Singapore.
7. The Company shall be entitled to reject the proxy form appointing a proxy or proxies if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the proxy form. In addition, in the case of members of the Company whose Shares are entered against their names in the Depository Register, the Company may reject any proxy form lodged if such members are not shown to have Shares entered against their names in the Depository Register as at 72 hours before the time appointed for holding the AGM as certified by The Central Depository (Pte) Limited to the Company and accept as the maximum number of votes which in aggregate the proxy or proxies is or are able to cast on a poll a number which is the number of Shares entered against the name of that member in the Depository Register as at 72 hours before the time of the AGM as certified by The Central Depository (Pte) Limited to the Company, whether that number is greater or smaller than the number specified in such instrument appointing a proxy or proxies.
8. Persons who hold shares through relevant intermediaries (as defined in Section 181 of the Companies Act), including investors who have used their CPF monies and/or the Supplementary Retirement Scheme monies to buy shares ("**CPF Investors**" and "**SRS Investors**" respectively), who wish to exercise their votes by appointing a proxy(ies) should approach their respective relevant intermediaries (which would include, in the case of CPF Investors and SRS Investors, CPF Agent Banks and SRS Operators) through which they hold such shares in order to submit their voting instructions at least seven working days before the AGM (i.e. by 5.00 p.m. on Tuesday, 17 October 2023).

**Personal Data Privacy**

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual General Meeting and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing, administration and analysis by the Company (or its agents) of proxies and representatives appointed for the Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.